

March 9, 2016

Town of Amherst Select Board  
c/o Ms. Debra Puppel  
Town Hall  
4 Boltwood Avenue  
Amherst, MA 01002

**RE: GTI-Massachusetts NT Corporation**  
Letter of Support  
169 Meadow Street – Amherst, Massachusetts

Dear Select Board Members:

Please accept this letter as a formal request by GTI-Massachusetts NP Corporation (“GTI”) for a Letter of Support from the Town of Amherst (“Town”) relative to GTI’s proposed siting of an Off Site Medical Marijuana Dispensary (“OSMMD”) —as that term is defined both by the Department of Public Health, and the Town’s Zoning Bylaw—at 169 Meadow Street in Amherst (the “Property”).

THE SITE

A 3.3 acre site located in the Light Industrial Zoning District in close proximity to Route 116 in the northwestern section of Amherst, the Property is appropriately sited and abuts approximately 80 acres of agriculturally preserved land with no buildings within three hundred (300’) feet of the Property boundary line. With a Special Permit from the Zoning Board of Appeals, such an OSMMD to be used for the dispensing of medical marijuana may be allowed.

GTI has entered into a Binding Letter of Agreement to obtain site control, in the form of a lease, and to allow an OSMMD at the Property once the appropriate and necessary permits and approvals are received.

THE COMPANY

GTI’s leaders have a proven, successful track record of developing and adhering to sustainable business practices, and a deep understanding of the legal and regulatory requirements surrounding medical marijuana. GTI is dedicated to serving patients in need of quality medicine, and ensuring that its efforts positively impact the Amherst community. GTI has designed, developed, and currently operates two medical cannabis cultivation facilities and one dispensary in Illinois’ highly regulated Illinois Medical Cannabis Pilot Program. In addition, GTI has applied for medical cannabis cultivation, processing, and dispensing licenses from the Natalie M. LaPrade Maryland

Medical Cannabis Commission. Last, GTI was recently invited by the Commonwealth of Massachusetts to submit a siting profile with the Department of Public Health.

#### THE USE

GTI will sell medical marijuana and other products only for medical purposes according to Department of Health guidelines. GTI's standard operating procedures will be compliant with all regulations with regard to the dispensing of medical marijuana and will include strict identification / certification protocols and purchase limits for medical marijuana patients. GTI will only dispense marijuana to qualified patients who can provide their registration and ID to verify that their information is current in the Department of Health database.

GTI's operations will encompass a comprehensive security program to prevent diversion, theft, and loss of marijuana and to provide for the safety of all patients, caregivers, and agents. GTI will work closely with the Amherst Police Department to address any security concerns that may arise. GTI will also hire a local security company to provide licensed, trained security officers to safeguard the premises. At least one security agent will be on-site during all hours of operation.

As part of its security plan, GTI will ensure that only qualified patients, caregivers, agents, and authorized persons, vendors, contractors or visitors will have access to its facilities. Individuals not engaged in authorized activity will not be permitted on the premises. All GTI company personnel will be required to undergo criminal history background checks as a condition of their employment.

All medical marijuana and Marijuana Infused Products (MIPs) will be stored in Limited Access Areas (LAA) in a secure, locked safe or vault to prevent diversion, theft, and loss. GTI dispensary agents will be required to visibly display their identification badges at all times. All contractors, vendors, and visitors will be required to log in and out, visibly display identification badges, and be escorted by a GTI dispensary agent. Finally, we will have frequent sweeps of cash drawers and place cash in the vault along with frequent cash pickups to deliver cash from the OSMMD to the bank. Any marijuana waste generated at the OSMMD will be stored in a dedicated, secure compartment within the OSMMD, and will be transported to GTI's cultivation facility for proper, secure disposal in accordance with Department of Public Health regulations.

The outside perimeter of the OSMMD will be sufficiently lit to allow for surveillance, and foliage will be removed so as not to allow persons to conceal themselves from sight. Perimeter alarms will be placed on all entry points, and perimeter windows will have duress, panic, and holdup alarms that are connected to local law enforcement systems. The OSMMD will have a redundancy alarm system that will ensure an active alarm in the event the primary alarm is compromised and a failure notification system will notify management and local law enforcement in the event of a surveillance system failure within five minutes.

Video cameras will be used in all areas that contain marijuana, all entrances and exits, and in the parking lot. Our surveillance cameras will be angled to clearly capture all persons entering and exiting the OSMMD entrances, and will be equipped with backup power sources to ensure that they remain operational during a power outage.

THE SUBMISSION

Included in this submission packet, for your review, are the following:

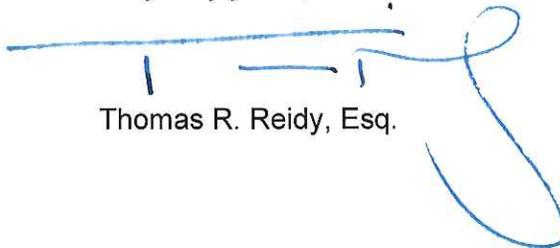
1. Presentation to Town of Amherst;
2. Site Survey;
3. Aerial Photographs from Amherst GIS;
4. Aerial Photograph from Amherst identifying distances from structure on Property to nearest off-site buildings; and,
5. Copy of the Binding Letter of Agreement.
6. Section D of Siting Profile Response for Amherst.

GTI intends to become a valuable member of the community by providing an extremely safe and sophisticated medical marijuana dispensary center, an increase in tax revenue for the Town, and a philanthropic citizen who gives back to its community.

Please allow this request to be considered at the Select Board's hearing on March 21<sup>st</sup>.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in blue ink, consisting of a horizontal line with a vertical tick mark, followed by a large, stylized loop that extends downwards and to the right.

Thomas R. Reidy, Esq.

# EXHIBIT 1

# **Presentation to the Town Amherst, Massachusetts February 2016**

# GOALS



- Learn about GTI and Medical Cannabis:
  - Team
  - Security
  - Facility
  - Product
- Analyze Impact on the Town of Amherst
- Understand Three Winners: Community, Patients and Operators
- Who Supports GTI?
- Questions & Answers

## The Team (Board Of Directors)



**Pete Kadens**

- Director / CEO, GTI Massachusetts
- Founder & Former CEO - SoCore Energy



**Anthony Georgiadis**

- Director / COO - GTI Massachusetts
- Co-Founder & COO - Wendover Art



**Ben Kovler**

- Director / CFO - GTI Massachusetts
- Chairman & Partner – GTI Illinois
- Co-Founder & CEO - Invest For Kids



**Matt Levine, Esq.**

- Director – GTI Massachusetts
- 8-year Labor and Employment Attorney



**Donna Levin**

- Director – GTI Massachusetts
- Co-Founder – Care.com



**David Gerzoff Richard**

- Director – GTI Massachusetts
- Co-Founder & President – BIGfish



**Jessica Crispo**

- Director – GTI Massachusetts
- Co-Founder – BIGfish

# The People You are Meeting....



## Pete Kadens

- Founder & former CEO - SoCore Energy.
- SoCore is one of the largest commercial solar developers in the US and operates in 17 states.
- Chairman of StreetWise (2012 – 2015). Currently Vice Chairman.
- Based in Chicago, StreetWise is one of the largest homeless aid organizations in the Midwest.
- Vice Chairman of The Cara Program.
- The Cara Program is one of the largest non-profit workforce training programs in the Midwest and focuses on preparing individuals on the verge of homelessness for employment.
- B.A. from Bucknell University, Class of 2000
- Awarded the Bucknell University Distinguished Citizenship Alumni Award in 2010.

## Anthony Georgiadis

- Co-Founder & COO – Wendover Art Group.
- Wendover is one of the largest domestic manufacturers of framed artwork and mirrors in the US with approximately 350 employees.
- B.A. from Bucknell University, Class of 2000
- Magna Cum Laude

*Kadens and Georgiadis  
have collectively  
employed over 2,000  
people at companies  
they founded.*

## Members of the Executive Team



**Terry Gainer, Sr**

- Head of Security – GTI-Massachusetts
- Former US Sergeant-Ai-Arms for 7 years
- Former Chief of the Capital Police
- Captain, United States Navy (Retired)



**Dina Rollman, Esq.**

- Chief Compliance Officer – GTI-Massachusetts
- Partner – Rollman Dahlin Law Group



**Ryan Suma**

- Head of Cultivation – GTI-Massachusetts
- Partner - GTI Illinois and Director of Cultivation



**Jeff Goldman**

- Chief Marketing Officer – GTI-Massachusetts
- Serial Entrepreneur & Philanthropist

# Core Philosophy of Community Benefit



Together, we support a number of organizations for the benefit of the communities in which GTI is committed:

## StreetWise

A Chicago based non-profit founded in 1992 whose goal is to help the homeless and those at risk of homelessness out of poverty by providing employment, housing, and financial literacy opportunities.

## Invest for Kids

Since 2009, Invest for Kids has supported 43 youth organizations with gifts of at least \$150,000. The annual forum has benefitted more than 85,000 children across Illinois through children's charities.

## The Cara Program

Founded in 1991, The Cara Program is a best-in-class job training and placement provider for individuals affected by homelessness and poverty, placing more than 5,100 individuals into quality, permanent employment.

## The Arc

The Arc is the nation's leading advocate for people with intellectual and developmental disabilities. and affects meaningful change through public policy, supports & services, education, and activism.

Academy for Global Citizenship · Alzheimer's Association · Bradley Hills Elementary School Foundation · Crohn's and Colitis Foundation of America · Figueroa Corridor Business Improvement District · Food Allergy Research and Education · Our Voices Matter · Gastro-Intestinal Research Foundation · Greater Chicago Food Depository · Juvenile Diabetes Research Foundation · Johns Hopkins · Judd Goldman Adaptive Sailing Program · Lincoln Park Zoo · Lurie Children's Hospital · Lymphoma Research Foundation · MS Society of Colorado/Wyoming · National Association of Professional Women · Providence St. Mel School · Rehabilitation Institute of Chicago · Scleroderma Foundation · Silver Spring Green · University of Maryland · Urban Land Institute · Victims' Rights Foundation

# Overview of GTI



*GTI is a diversified cannabis company with operations in multiple states.*

## **Illinois (Current Licenses)**

- Over 90,000 square feet of cultivation centers (Rock Island and Ogelsby).
- Dispensary in Mundelein, IL.
- Substantial market share in Illinois.

## **Maryland (Pending Application)**

- Pending Application for a 50,000 square foot cultivation center in Hagerstown.
- Pending Application for a dispensary (*location TBD*).

## **Nevada (Licenses Under Contract)**

- 14,000 square foot cultivation center in Carson City.
- Production in Carson City.
- Dispensary in Carson City.
- Dispensary in Incline Village (Lake Tahoe).

# Security: Safety Is Priority #1



**Terry Gainer** is GTI's Head of Security in Massachusetts. Chief Gainer was the 38<sup>th</sup> Sergeant At Arms of the United States Senate and former Chief of the US Capital Police from 2002-2006.

**Hillard Heintze** is a subject-matter expert who is a nationally acknowledged specialty firm in strategic security planning, design, integration and program development.



## Our Safety Process

1. Controlling ingress and egress to the facility to ensure it is safe and secure from harmful threats.
2. Protecting against product diversion by employee theft, point-of-sale manipulation or illegal transfer.
3. Methodically screening each person, package or vehicle seeking access to the facility.
4. Ensuring sufficient security and law enforcement personnel are integrated to support 24/7 security operations.

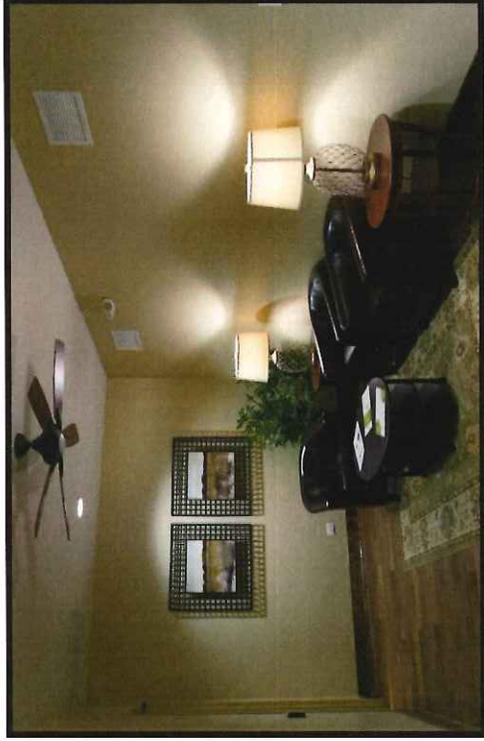
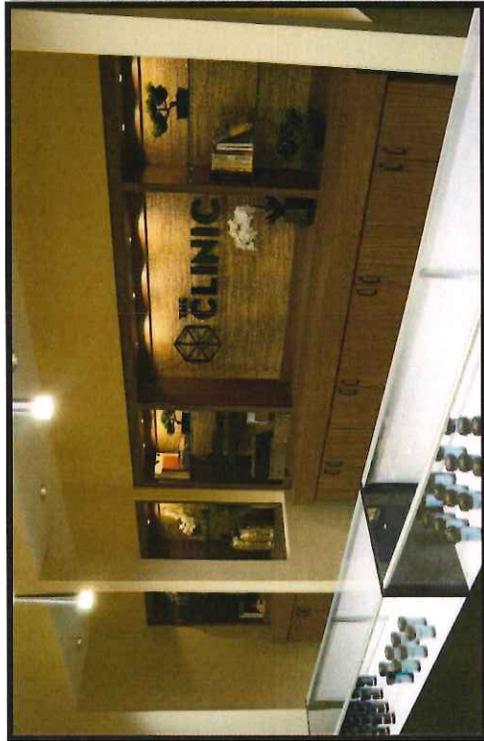


*Proprietary and Confidential*

# Judge Us By Our Team and Our Experience



## GTI Dispensary (IL)



*Proprietary and Confidential*

# The Product: Delivery Methods



## Products

GTI will utilize proprietary processing methods established in a state-of-the-art laboratory delivering a final product that is skillfully refined with unmatched quality. We will consistently supply various forms of superior cannabis in essential delivery methods as follows:



### **FLOWER**

Award-winning genetics ranging from high CBD, pain-relieving indica, mood-enhancing sativa, and balanced hybrid strains.



### **CONCENTRATES & EXTRACTS**

Pure, potent compounds produced in a safe, permitted laboratory setting that delivers various medical benefits in the form of live resins, budder and CBD oils.



### **ORAL DELIVERY**

Fast-acting treatment and consistent dosage control in easily digestible forms like CannaCapsules, liquid cannabis known as tinctures, and confectionary edibles like premium chocolate.

## Community Partnership



*“The purpose of the Pilot Program has always been providing Illinois patients with access to alternative treatments using best practices to produce high quality products. The entire GTI team has been extremely professional throughout this process, and they will prove to be an asset to Rock Island bringing new jobs, additional tax revenue and a solid community partner to our region.”*

**-MAYOR DENNIS PAULEY OF ROCK ISLAND**

*“Throughout this process, I’ve had the opportunity to meet with GTI and learn more about their plans ... I firmly believe GTI is a great company and addition to our community. I look forward to working with them.”*

**-MAYOR DON FINLEY OF OGLESBY**

*Please see the attached letters of local support.*



**Office of the Sheriff:**  
Washington County  
500 Western Maryland Parkway  
Hagerstown, MD 21740-5199  
Sheriff Douglas W. Mullendore



OFFICE: 240-313-2101  
FAX: 240-313-2105  
Email: [dmullendore@washco-md.net](mailto:dmullendore@washco-md.net)

October 12, 2015

To Whom it May Concern,

I am providing this letter of support on behalf of Green Thumb Industries to establish a cultivation and processing center for Medical Marijuana in Washington County, Maryland. I have researched GTI's industrial record and find that it is a very reputable company. The Washington County Commissioners have given their blessing to GTI's operations within Washington County and I support that decision.

I believe that GTI will provide needed employment opportunities in Washington County. I do not see this grow operation to be anything but a business wanting to establish a working relationship with Washington County. Therefore, I support their efforts to obtain a permit for a cultivation and processing center for medical marijuana through the Department of Health and Mental Hygiene for a facility in Washington County, Maryland. The Washington County Sheriff's Office stands ready to support GTI in this endeavor.

Sincerely,

Sheriff Doug Mullendore  
Washington County, MD

October 16, 2015

Mrs. Natalie M. LaPrade  
Maryland Medical Cannabis Commission  
Commissioners, Maryland Medical Cannabis Commission

I am writing this letter on behalf of The Arc of Washington County, Inc. to express our support for the medical cannabis cultivation permit application being submitted by GTI Green Thumb Industries, LLC (GTI).

The Arc of Washington County is very impressed with the philanthropic spirit of GTI and its founders. GTI has a proven track record of supporting the communities where they do business and we as The Arc and a member of this community welcome such a business as our neighbor.

GTI recently reached out to us to offer their support in our largest fundraiser to help improve technological and transportation needs of the people we support. Through this initial contact we were able to begin the discussion of opportunities for supported employment for the people we support and are very excited about the opportunities GTI could provide to our community and the people supported by The Arc.

The Arc of Washington County's mission is to build bridges to opportunities for people with disabilities. This partnership will provide those we support with the opportunities to reach their goals of independence and self-reliance. In today's world, business and community are often seen as separate entities and it's refreshing to see a business coming to our neighborhood and offering to make it better.



Troy Van Scoyoc  
Executive Director  
The Arc of Washington County, Inc

Illinois Department of Agriculture  
Medical Cannabis Pilot Program  
Cultivation Permit Selection Committee

Dear Selection Committee Members:

I am writing this letter to express my support for the medical cannabis cultivation permit application being submitted by GTI Clinic Illinois Holdings, LLC (GTI) for Rock Island/District 7.

GTI first approached the City of Rock Island in June regarding land we owned in an industrial park. Throughout June and much of July, city staff worked to ensure the site meets the criteria set forth in the Compassionate Use of Medical Cannabis Pilot Program Act for a medical cannabis cultivation center. As it became clear that the site meets the legal requirements, I met with members of the GTI team to ensure they would be a good partner for Rock Island. I was joined at this meeting by state Representative Pat Verschoore. I came away very impressed with their approach and attention to detail regarding a business that they were building from the ground up. I was also pleased to see that the GTI partners have a track record of giving back to the communities where their current businesses reside.

After meeting with GTI, Rock Island agreed that we could move forward with selling them raw land in our industrial park. At a city council meeting in the last week of July, the City Council voted 5-0 to approve the sale of the land.

A cultivation center in Rock Island would help us continue along our path to grow our economy and bring good paying jobs to our residents. The construction of the cultivation center alone would bring an approximate \$10 million investment and if patient demand is there, we can reasonably expect to see as many as 100 employees at the facility earning anywhere from \$12-\$20 an hour after all the phases of construction are completed.

I'm confident GTI will develop a first-class business with the vision and ability to grow as patient demand does. I think it goes without saying, but the investment and job creation GTI is

prepared to embark upon if they are awarded the permit would be a tremendous win for not only the city of Rock Island but the region as a whole. As I am sure you are aware, in the last four years, we have made tremendous strides in both the city and county to lower the unemployment rate. They are the long term partner who I believe can help us continue that trend. I hope you will award the District 7 permit to GTI.

Let me close by saying thank you for taking the time to diligently go through the cultivation permit applications. If you are seeing a number of applications that is similar to the amount of interest that we witnessed, you have quite a task ahead of you. Thank you again.

Sincerely,



Dennis E. Pauley  
Mayor  
City of Rock Island

Mr. Pete Kadens  
GTI Maryland LLC

Dear Mr. Kadens,

The City of Hagerstown is very pleased that Green Thumb Industries (GTI) Maryland LLC has identified a property site in Washington County in the Hopewell Valley Industrial Park, and intends to submit an application to the State of Maryland Medical Cannabis Commission for a medical cannabis cultivation permit. We value and welcome the investment that GTI would make in the development of a facility the creation of jobs for residents of the City of Hagerstown and the region. The City supports GTI Maryland LLC's application to the State of Maryland.

GTI first approached the City of Hagerstown and Washington County in April 2015 regarding an opportunity. GTI worked with the Washington County Board of County Commissioners to identify and to secure their partnership with the local community. The City is pleased to see that the GTI partners in GTI have already created jobs in Hagerstown and Washington County through businesses that they operate.

One or more cultivation centers in Washington County would help us continue along our path to grow an economy and bring good paying jobs to our residents in Hagerstown. The construction of the cultivation center alone would bring an approximately \$8-10 million investment and if patient demand is there can reasonably expect to see as many as 100 employees at the facility earning anywhere from \$12-\$20 an hour after all the phases of construction are completed. Many of those employees could be City of Hagerstown residents.

The investment and job creation GTI is prepared to embark upon if they are awarded the permit would be a tremendous win for not only the city of Hagerstown, but also the region as a whole. We strongly support GTI's site selection decision in the region, and their application for a medical cannabis cultivation permit.

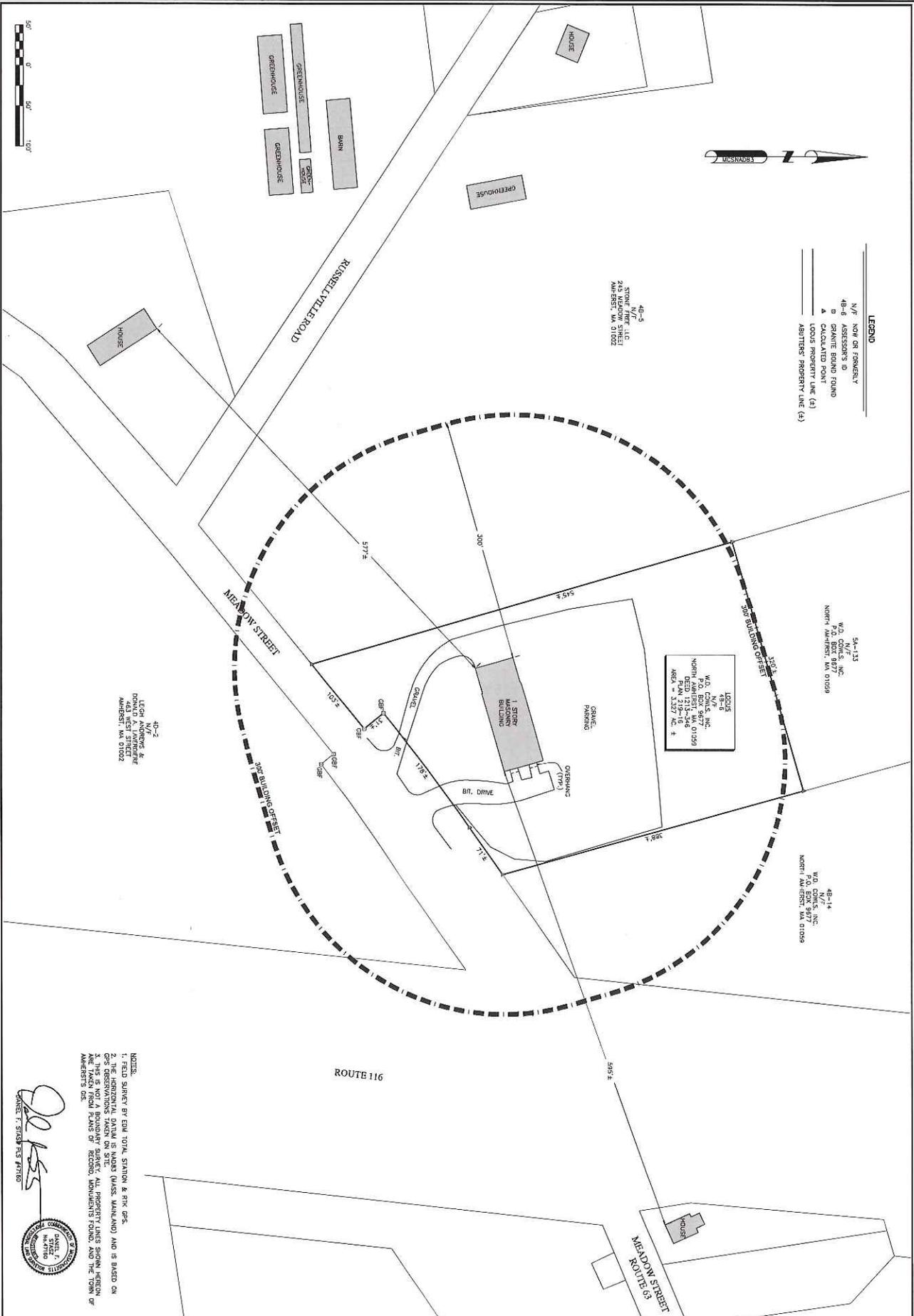
Sincerely,



Mayor David S. Gysberts

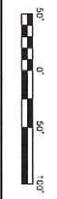
C: Valerie Means, City Administrator  
Scott Nicewarner, Director, Department of Community and Economic Development  
Jill Frick, Economic Development Manager  
Kathy Maher, Planning Director  
Mark Boyer, City Attorney

# EXHIBIT 2



**LEGEND**

N/F NOW OR FORMERLY  
 4B-6 ASSESSOR'S ID  
 B GRANITE BOUND FOUND  
 A CALCULATED POINT  
 LOCAL PROPERTY LINE (L)  
 ABUTTERS PROPERTY LINE (A)



**NOTES:**

1. FIELD SURVEY BY EDM TOTAL STATION & RTK GPS.
2. THE HORIZONTAL DATA IS WADSWORTH MAPPING AND IS BASED ON GPS OBSERVATIONS TAKEN ON SITE.
3. THIS IS NOT A BOUNDARY SURVEY. ALL PROPERTY LINES SHOWN HEREON ARE THE RESULT OF REVERSE CALCULATIONS TAKEN FROM THE TOTAL STATION OF ADJACENT LOTS.

*[Signature]*  
 DANIEL F. STILES, PLS, PRTBO

**PLAN OF LAND IN AMHERST, MA**  
 PREPARED FOR  
**GREEN THUMB INDUSTRIES**

|                 |            |              |            |
|-----------------|------------|--------------|------------|
| SURVEYOR:       | DFS        | ENGINEER:    | --         |
| DRAFTING:       | JDG        | DESIGN:      | --         |
| FIELD WORK:     | JDG        | HORZ. SCALE: | 1" = 50'   |
| PROJECT NUMBER: | 16-004     | VERT. SCALE: | --         |
| DRAWING NAME:   | 16-004.DWG | DATE:        | 01-12-2016 |

**ABUTTERS PLAN**

**NORTHEAST SURVEY CONSULTANTS**  
 116 PLEASANT ST., SUITE 202  
 90 COLLEGE BLVD.  
 EASTHAMPTON, MA 01027  
 (413) 203-5144

SHEET NO.  
 1 of 1

# EXHIBIT 3

169 Meadow Street



- Property Map
- Property Lines
- Easements
- Adjacent Towns Parcels
- Basemap
- Trails
- Streets
- Local Roads
- Major Roads
- State Routes
- MassDOT Roads
- Limited Access Highway
- Multi-lane Hwy, not limited access
- Other Numbered Highway
- Major Road, Collector
- Minor Road, Arterial
- Ramp



Horizontal Datum: MA Stateplane Coordinate System, Zone 4151, NAD83, Feet; Vertical Datum: NAVD88, FT  
 Planimetric & topographic basemap compiled at 1"=40' scale from April, 2009 Aerial Photography. Parcels compiled to match the basemap; revisions are ongoing.

The information depicted on this map is for planning purposes only. It may not be adequate for legal boundary definition, regulatory interpretation, or property conveyance purposes. Utility structures & underground utility locations are approximate & require field verification.

The Town of Amherst makes no warranties, expressed or implied, concerning the accuracy, completeness, reliability, or suitability of these data. It does not assume any liability associated with the use or misuse of these data.

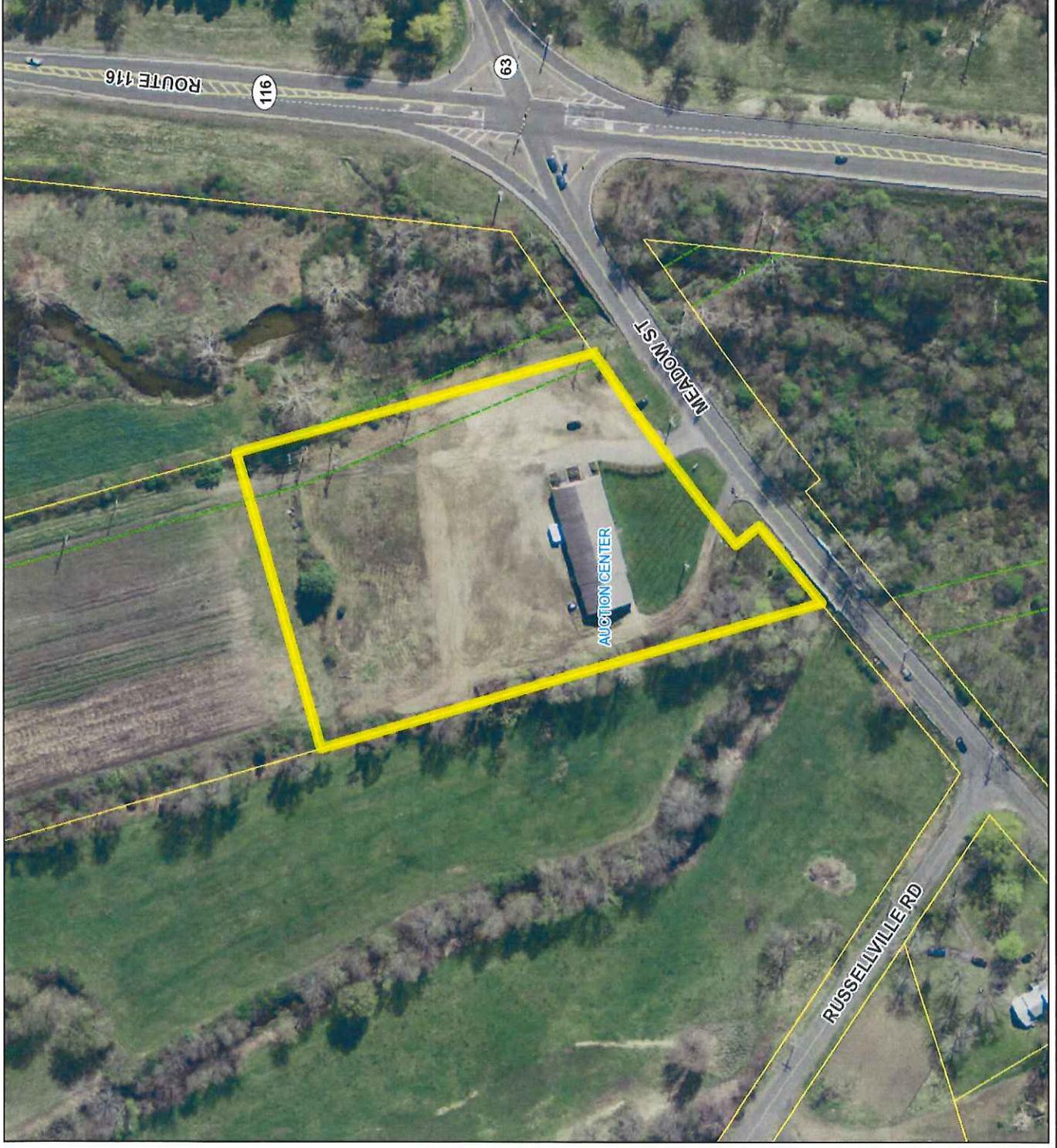


1" = 248 ft

169 Meadow Street



- Property Map
  - Property Lines
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  - Adjacent Towns Parcels
- Basemap
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  - MassDOT Roads
  - Limited Access Highway
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  - Other Numbered Highway
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  - Minor Road, Arterial
  - Ramp



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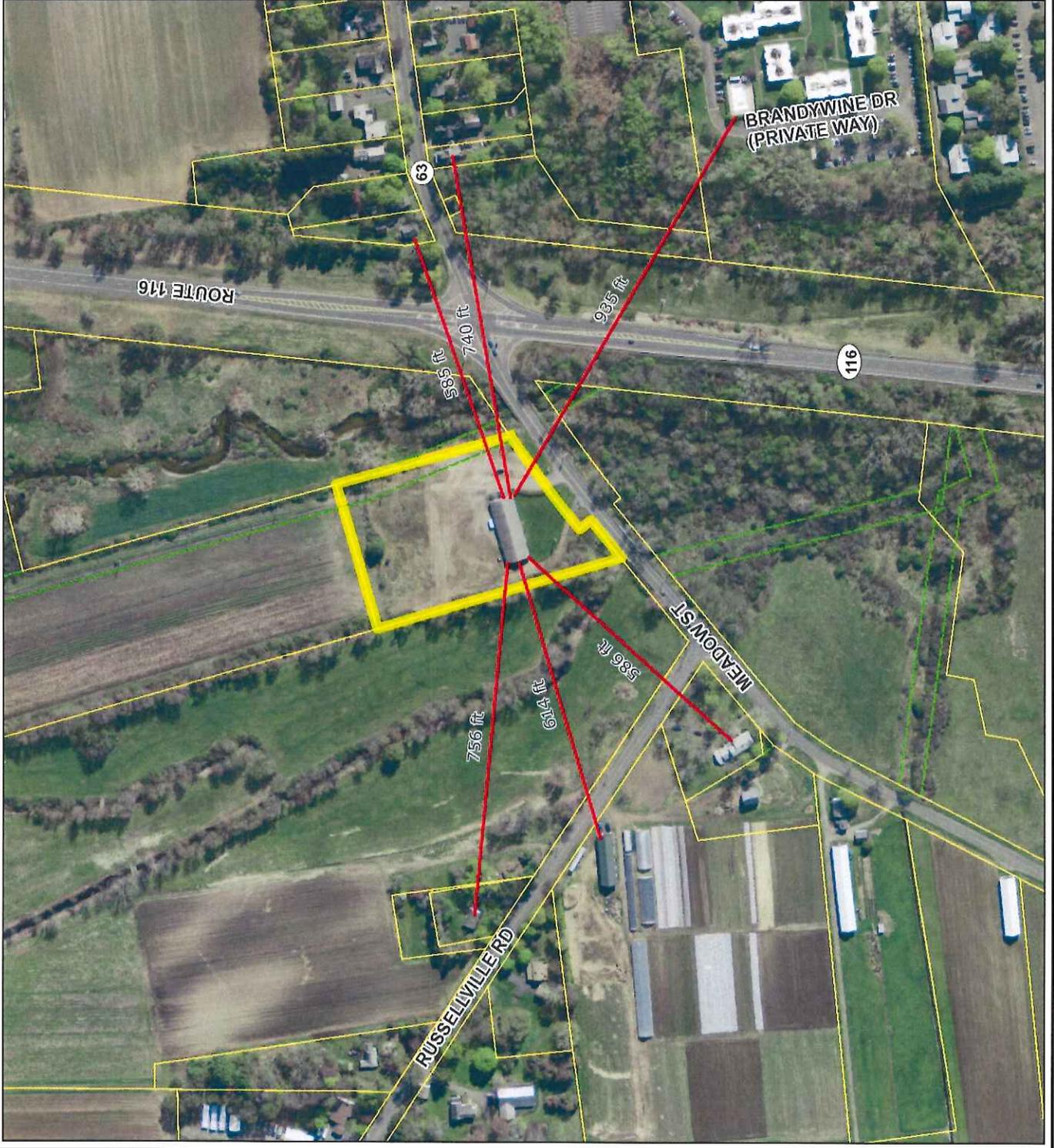
1" = 148 ft

# EXHIBIT 4

169 Meadow Street



- Property Map
- Property Lines
- Easements
- Adjacent Towns Parcels
- Basemap
- Trails
- Streets
- Local Roads
- Major Roads
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- MassDOT Roads
- Limited Access Highway
- Multi-lane Hwy, not limited access
- Other Numbered Highway
- Major Road, Collector
- Minor Road, Arterial
- Ramp



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1" = 302 ft

# EXHIBIT 5



March 7, 2016

Mr. Joseph J. Czajkowski  
Czajkowski Farms  
86 Comins Road  
Hadley, MA 01035

**RE: 169 Meadow Street, Amherst**  
Binding Letter of Agreement

Dear Joe:

Please allow this letter to serve as a Binding Letter of Agreement by and between Czajkowski Farms, or its assignee, ("Czajkowski") and GTI-Massachusetts NP Corp. ("GTI") relative to the land, buildings and improvements located at 169 Meadow Street in Amherst ("Premises"). In consideration paid, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

Czajkowski is owner of the Premises, as evidenced by a Deed recorded in the Hampshire County Registry of Deeds at Book 12214, Page 212 and Czajkowski shall, in good faith, negotiate for and enter into a Lease Agreement with GTI substantially in accordance with the terms outlined below.

1. Rent. GTI shall pay to Czajkowski the monthly sum of Five Thousand and 00/100 (\$5,000.00) Dollars; said amount is inclusive of taxes.
2. Initial Term. Three (3) years, six months.
3. Renewal Terms: Provided GTI is not in default, it shall have the right to renew its lease for two (2), five (5) year terms at the amounts of \$5,500 per month, inclusive of taxes, for the first extension term, and \$5,750 per month, inclusive of taxes, for the second extension term.
4. Lease Commencement Date: On or before September 1, 2016.

5. Deposit: A non-refundable deposit in the amount of Twenty-Five Thousand and 00/100 (\$25,000.00), representing the binding nature of this Agreement and the exclusive option to lease the Premises from the date hereof until execution of such a lease on or before September 1, 2016. Should any contingency identified in Paragraph 9 hereof not be satisfied, or waived, by GTI, then GTI, in its sole discretion, may either pay \$5,000 per month for the exclusive option to lease, or enter into a month-to-month lease for \$5,000 per month, which both shall be binding until a Lease as contemplated herein is executed, or a contingency is exercised.

6. Additional Rent: GTI will be responsible for all other operating expenses associated with the Premises, including without limitation: maintenance, insurance (inclusive of flood insurance), and utilities upon occupancy.

7. Option to Purchase: During the Initial Term or any Renewal Term, provided GTI is not in default, it shall have the right to purchase the property for Four Hundred Ten Thousand and 00/100 (\$410,000.00) Dollars.

8. Improvements: GTI, with Czajkowski's prior written permission, which shall not be unreasonably delayed, withheld, or conditioned, and at GTI's sole cost and expense, shall have the right to make improvements to the Premises, provided such improvements are in accordance with local building and zoning laws. Czajkowski shall cooperate with GTI and shall execute any documents reasonably required by the Commonwealth of Massachusetts or Town of Amherst to make or further application for or approval of the intended use of the Premises.

9. Conditions. GTI's execution of a Lease for the Premises, on the terms and conditions outlined in this Agreement, is specifically contingent upon the following:

- i. Seller holding good, clear record, marketable and insurable title in and to the Premises;
- ii. Seller having the authority to enter into the Lease;
- iii. GTI obtaining, on or before the 366<sup>th</sup> day after execution of this agreement, which may be extended by a writing signed by both parties, all necessary, appropriate, and required state and local licenses, permits, and approvals to operate an Off-Site Medical Marijuana Dispensary (OSMMD) – as that term is defined in the Town of Amherst Zoning Bylaws – at the Premises, which it shall endeavor expeditiously to obtain, and which shall not be unreasonably conditioned, in GTI's sole and exclusive discretion;

- iv. Czajkowski shall deliver, at its sole cost and expense, the Premises, including the buildings and improvements thereon, in as-is, but broom clean condition, without materials or conditions that may cause environmental liability.

10. Broker: CBRE-NE is the sole broker in this transaction and will be compensated by Czajkowski pursuant to a separate agreement. CBRE-NE represents GTI and will receive a full fee from Czajkowski per a separate agreement.

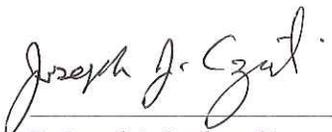
11. Access Retention: Czajkowski shall retain a right-of-way across the Premises from Meadow Street for access to adjacent farmland (shown on the Town of Amherst's Assessor's Map at Parcel 5A-133), with such access to be laid out and determined by the Parties and shall not interfere with the intended use of the Premises. Any change to the existing right-of-way will require Czajkowski's approval, which shall not be unreasonably withheld, delayed, or conditioned, and shall be completed at GTI's sole cost and expense, as if GTI were the servient estate.

This is a Binding Agreement, to be construed in accordance with and enforced under the laws of the Commonwealth of Massachusetts, may be executed in multiple counterparts and/or by electronic signatures/electronically transmitted signatures, with each counterpart and signature, taken individually or together, to be an original and to, when combined, sufficiently bind both parties to this Agreement. Modification of this Agreement must be in a writing signed by both parties.

Agreed to and Accepted By:

Czajkowski Farms

GTI-Massachusetts NP Corp



By: Joseph J. Czajkowski  
Duly Authorized



By: Peter Kadens  
Duly Authorized

# EXHIBIT 6

#### Section D: Local Compliance

*Describe how the Corporation has ensured, and will continue to ensure, that the proposed RMD is in compliance with local codes, ordinances, and by-laws for the physical address(es) of the RMD.*

As to zoning, the physical address of 169 Meadow Street is a 3.3 acre site located in the Light Industrial Zoning District, in which Amherst zoning allows an Off Site Medical Marijuana Dispensary in accordance with a special permit under Section 12.32 of the Amherst Zoning By-Laws.

This bylaw provision requires site control, security, management plans, size, ventilation, annual reporting and exclusivity of building use. GTI has examined all such requirements, as well as the standard requirements for a special permit (including site plan approval), and will incorporate those requirements into all site, building and operational planning. As to other local ordinances and bylaws, GTI has incorporated other pertinent provisions of local law into its site, building and operation planning, including policies related to anti-discrimination, labor, personnel, and sexual harassment, prohibition of polystyrene containers, refuse collection and mandatory recycling, snow and ice removal, littering, signage/advertising, emergency access for police/fire, wetlands protection and payment of taxes, fees, assessments and other municipal charges.

GTI pledges to continually monitor compliance with all such local ordinances and bylaws through its local counsel (Bacon Wilson) and its Senior Management Team. In addition, GTI anticipates having its Senior Management Team meet with local officials at least twice per year to review all such policies as well as its compliance performance.

GTI's 169 Meadow Street location which is located in close proximity to Route 116 in the northwestern section of Amherst abuts approximately 80 acres of agriculturally preserved land. In addition, the entire site does not violate the provision 105 CMR 725.110 A (14) prohibiting the siting of a dispensary within the prohibited area of a "school, daycare center, or any facility in which children commonly congregate."